

Memorandum

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

Netsoft USA, Inc.,

Plaintiff,

-against-

Incremax Technologies Corporation, Kerry Gerontianos
and Louis Giuffre,

Defendants.

06-CIV-14348 (CM)

STIPULATION OF DISMISSAL WITHOUT PREJUDICE

Pursuant to Federal Rule of Civil Procedure 41(a)(1)(ii), the parties that have appeared in the above-captioned action hereby stipulate to dismiss without prejudice the Second Cause of Action (pursuant to Section 1962 and 1964 of the Racketeering Influenced Corrupt Organization Act) as asserted against all defendants in the above captioned case. Each party shall bear its own costs and attorneys' fees.

Entered into this 26th day of June, 2007.

GREENWALD DOHERTY LLP

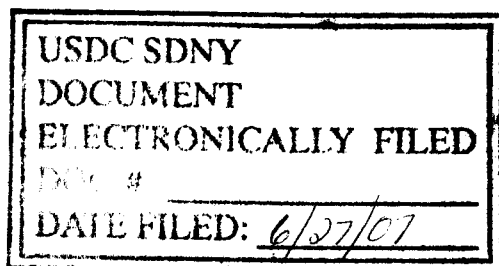
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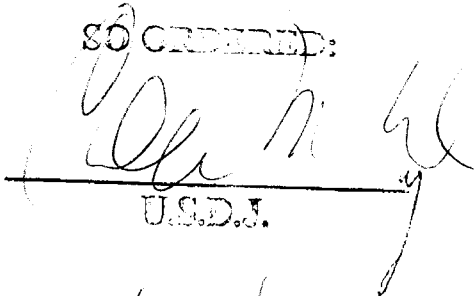
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SO ORDERED:

U.S.D.J.
6/27/07